

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

DONALD RENSCH, Derivatively on
Behalf of Nominal Defendant
NORTHERN OIL & GAS, INC.,

Plaintiff,

v.

Civil Case No. 0:10-cv-3679-PJS-JJK

MICHAEL J. REGER, JAMES
RANDALL REGER, JAMES RUSSELL
REGER, RYAN R. GILBERTSON,
JAMES R. SANKOVITZ, CHAD D.
WINTER, DOUGLAS M. POLINSKY,
JOSEPH A. GERACI, II, and VOYAGER
OIL & GAS, INC.,

Defendants,

and

NORTHERN OIL & GAS, INC.,

Nominal Defendant.

AFFIDAVIT OF WENDY J. WILDUNG

STATE OF MINNESOTA)
) SS.
COUNTY OF HENNEPIN)

WENDY J. WILDUNG, being first duly sworn upon oath, deposes and states
as follows:

1. I am an attorney with the law firm of Faegre & Benson LLP in
Minneapolis, Minnesota, and am one of the attorneys representing defendants Northern Oil
and Gas, Inc. (“Northern Oil”), Michael L. Reger, Ryan R. Gilbertson, James R. Sankovitz,

and Chad D. Winter (collectively, the “Northern Oil Defendants”) in the above-described action. I make this affidavit in support of The Northern Oil Defendants’ Motion to Dismiss the Verified Shareholder Derivative Complaint (“Complaint”). The facts set forth herein are based upon my personal knowledge, information, and belief, unless otherwise stated.

2. Attached hereto as the exhibits stated are true and correct copies of the SEC filings referred to in the Complaint and certain other public documents of which the Court may take judicial notice, as follows:

<u>Ex. No.</u>	<u>Description</u>
1	Form 8-K of Northern Oil dated March 20, 2007.
2	Press release of Northern Oil dated March 19, 2008.
3	Form 8-K of Northern Oil dated June 30, 2010.
4	Proxy Statement of Northern Oil dated June 1, 2010.
5	NYSE Amex Corporate Governance Requirements.
6	Form 10-Q of Northern Oil dated May 14, 2008.
7	Form 8-K of Northern Oil dated March 2, 2009 with attached Credit Agreement.

3. Attached hereto as the exhibits stated are true and correct copies of the following unpublished authorities upon which the Northern Oil Defendants rely:

<u>Ex. No.</u>	<u>Description</u>
8	<i>Junge v. Eckstrand</i> , Douglas County District Court File No. C7-03-0230, Order dated June 10, 2004.
9	<i>In re Nash Finch Co. Derivative Litig.</i> , Hennepin County District Court File No. MC 03-013887, Order dated June 15, 2004.
10	<i>In re BUCA, Inc. S’holder Derivative Litig.</i> , Hennepin County District Court File No. 05-4418, Order dated Nov. 9, 2005.

Further affiant sayeth naught.

s/Wendy J. Wildung
Wendy J. Wildung

Subscribed and sworn to before me
this 15th day of September, 2010.

Terri Lyn Storlien
Notary Public - Minnesota
My Commission Expires January 31, 2015

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